

ATTACHMENT 1

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|---------------------------------------|---|-------------------------|
| In re: |) | Chapter 11 |
| |) | |
| W.R. GRACE & CO., et al. ¹ |) | Case No. 01-01139 (JFK) |
| |) | Jointly Administered |
| Debtors. |) | |
| |) | Objection Date: |

SIXTIETH MONTHLY APPLICATION OF
BEVERIDGE & DIAMOND, P.C.
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES
AS COUNSEL TO THE DEBTORS FOR THE
PERIOD FROM OCTOBER 1, 2010 THROUGH OCTOBER 31, 2010

| | |
|---|--|
| Name of Applicant: | Beveridge & Diamond, P.C. |
| Authorized to Provide Professional Services to: | Debtors and Debtors in Possession |
| Date of Retention: | May 12, 2005 |
| Period for which Compensation and Reimbursement is Sought: | August 1, 2010 through August 31, 2010 |
| Amount of Compensation Sought as Actual, Reasonable and Necessary: | \$13,119.50 |
| Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary: | \$352.94 |

This is a: XX monthly _____ interim _____ final application.

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

PRIOR APPLICATIONS FILED:

| Date Filed | Period Covered | Requested Fees | Requested Expenses | Approved Fees | Approved Expenses |
|------------|---------------------|--------------------------|--------------------|--------------------------|-------------------|
| 12/05 | 10/1/05 – 10/31/05 | \$13,486.25 | \$ 337.02 | \$13,486.25 | \$ 337.02 |
| 2/06 | 11/1/05 – 11/30/05 | \$46,587.50 ² | \$ 57.62 | \$46,587.50 ³ | \$ 57.62 |
| 2/06 | 12/1/05 – 12/31/05 | \$ 5,726.25 ⁴ | \$1,308.41 | \$ 5,726.25 ⁵ | \$1,308.41 |
| 3/06 | 1/1/06 – 1/31/06 | \$11,187.50 | \$ 173.56 | \$11,187.50 | \$ 173.56 |
| 4/06 | 2/1/06 – 2/28/06 | \$16,106.25 | \$ 156.33 | \$16,106.25 | \$ 156.33 |
| 5/06 | 3/1/06 – 3/31/06 | \$11,377.50 | \$ 70.33 | \$11,377.50 | \$ 70.33 |
| 6/06 | 4/1/06 -- 4/30/06 | \$13,693.75 | \$ 356.81 | \$13,693.75 | \$ 356.81 |
| 8/06 | 5/1/06 -- 5/31/06 | \$28,261.25 | \$ 227.37 | \$28,261.25 | \$ 227.37 |
| 9/13/06 | 6/1/06 -- 6/30/06 | \$10,103.75 | \$ 285.26 | \$10,103.75 | \$ 285.26 |
| 9/13/06 | 7/1/06 -- 7/31/06 | \$ 4,307.50 | \$ 14.21 | \$ 4,307.50 | \$ 14.21 |
| 9/25/06 | 8/1/06 -- 8/31/06 | \$4,812.50 | \$ 131.31 | \$4,812.50 | \$ 131.31 |
| 10/30/06 | 9/1/06 -- 9/30/06 | \$16,988.75 | \$ 287.83 | \$16,988.75 | \$ 287.83 |
| 12/1/06 | 10/1/06 -- 10/31/06 | \$19,348.25 | \$ 210.02 | \$19,348.25 | \$ 210.02 |
| 1/11/07 | 11/1/06 - 11/30/06 | \$34,281.25 | \$ 425.47 | \$34,281.25 | \$ 425.47 |
| 3/7/07 | 12/1/06 - 12/31/06 | \$43,924.00 | \$ 338.42 | \$43,924.00 | \$ 338.42 |
| 3/7/07 | 1/1/07 - 1/31/07 | \$51,760.00 | \$ 211.32 | \$51,760.00 | \$ 211.32 |
| 6/4/07 | 2/1/07 - 2/28/07 | \$36,245.00 | \$ 94.79 | \$36,245.00 | \$ 94.79 |
| 6/4/07 | 3/1/07 - 3/31/07 | \$33,840.00 | \$ 480.06 | \$33,840.00 | \$ 480.06 |
| 6/18/07 | 4/1/07-4/30/07 | \$35,377.50 | \$ 514.32 | \$35,377.50 | \$ 514.32 |
| 6/18/07 | 5/1/07 - 5/31/07 | \$17,681.25 | \$ 389.29 | \$17,681.25 | \$ 389.29 |
| 8/23/07 | 6/1/07 - 6/30/07 | \$22,225.00 | \$ 133.35 | \$22,225.00 | \$ 133.35 |
| 10/11/07 | 7/1/07-7/31/07 | \$31,450.00 | \$ 248.66 | \$31,100.00 | \$ 248.66 |
| 10/11/07 | 8/1/07 - 8/31/07 | \$30,497.50 | \$ 567.93 | \$29,875.50 | \$ 567.93 |
| 10/19/07 | 9/1/07 - 9/30/07 | \$18,575.00 | \$ 311.53 | \$18,575.00 | \$ 311.53 |
| 1/2/08 | 10/1/07 – 10/31/07 | \$7,217.50 | \$ 791.76 | \$7,217.50 | \$ 791.76 |
| 1/2/08 | 11/1/07-11/30/07 | \$5,200.00 | \$ 111.41 | \$5,200.00 | \$ 111.41 |
| 4/29/08 | 12/1/07-12/31/07 | \$8,670.00 | \$ 142.43 | \$8,670.00 | \$ 142.43 |
| 4/29/08 | 1/1/08 – 2/28/08 | \$19,480.00 | \$ 74.16 | \$19,480.00 | \$ 74.16 |
| 5/5/08 | 3/1/08-3/31/08 | \$6,320.00 | \$ 81.38 | \$6,320.00 | \$ 81.38 |
| 6/23/08 | 4/1/08-4/30/08 | \$5,358.00 | \$ 54.14 | \$5,358.00 | \$ 54.14 |
| 7/21/08 | 5/1/08-5/31/08 | \$32,068.00 | \$ 19.86 | \$32,068.00 | \$ 19.86 |
| 9/3/08 | 6/1/08 – 6/30/08 | \$39,793.00 | \$ 1,384.81 | \$39,793.00 | \$ 1,384.81 |

² The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

³ The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

⁴ The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

⁵ The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

| Date Filed | Period Covered | Requested Fees | Requested Expenses | Approved Fees | Approved Expenses |
|------------|--------------------|----------------|--------------------|---------------|-------------------|
| 9/15/08 | 7/1/08-7/31/08 | \$89,644 | \$273.65 | \$89,644 | \$273.65 |
| 11/14/08 | 8/1/08-8/31/08 | \$50,539.50 | \$224.70 | \$50,539.50 | \$224.70 |
| 11/14/08 | 9/1/08 - 9/30/08 | 3,905.50 | \$986.54 | 3,905.50 | \$986.54 |
| 2/6/09 | 10/1/08 - 10/31/08 | 1,360.00 | \$365.78 | 1,360.00 | \$365.78 |
| 2/6/09 | 11/1/08 - 11/30/08 | \$920.00 | \$524.75 | \$920.00 | \$524.75 |
| 3/24/09 | 12/1/08 - 12/31/08 | \$2,702.50 | \$11.37 | \$2,702.50 | \$11.37 |
| 3/30/09 | 1/1/09 - 1/31/09 | \$25,585.00 | \$1.40 | \$25,585.00 | \$1.40 |
| 4/21/09 | 2/1/09 - 2/28/09 | \$39,237.00 | \$516.80 | \$39,237.00 | \$516.80 |
| 4/30/09 | 3/1/09 - 3/31/09 | \$ 8,128.00 | \$ 46.35 | \$ 8,128.00 | \$ 46.35 |
| 7/7/09 | 4/1/09 - 4/30/09 | \$ 80,837.00 | \$1,411.58 | \$ 80,837.00 | \$1,411.58 |
| 7/20/09 | 5/1/09 - 5/31/09 | \$ 80,837.00 | \$ 1,411.58 | \$ 80,837.00 | \$ 1,411.58 |
| 9/2/09 | 6/1/09 - 6/30/09 | \$38,481.50 | \$ 888.98 | \$38,481.50 | \$ 888.98 |
| 9/15/09 | 7/1/089 - 7/31/09 | \$6,972.00 | \$ 534.11 | \$6,972.00 | \$ 534.11 |
| 10/1/09 | 8/1/09 - 8/31/09 | \$1,991.50 | \$ 5.80 | \$1,991.50 | \$ 5.80 |
| 11/2/09 | 9/1/09 - 9/30/09 | \$ 6,836.00 | \$ 53.92 | \$ 6,836.00 | \$ 53.92 |
| 12/9/09 | 10/1/09 - 10/31/09 | \$ 15,246.00 | \$ 75.86 | \$ 15,246.00 | \$ 75.86 |
| 1/4/10 | 11/1/09 - 11/30/09 | \$ 14,828.50 | \$ 56.80 | \$ 14,828.50 | \$ 56.80 |
| 2/3/10 | 12/1/09 - 12/31/09 | \$ 7,224.00 | \$ 84.20 | \$ 7,224.00 | \$ 84.20 |
| 3/31/10 | 1/1/10 - 1/31/10 | \$ 2,778.00 | \$ 36.85 | \$ 2,778.00 | \$ 36.85 |
| 3/31/10 | 2/1/10 - 2/28/10 | \$ 4,449.50 | \$12.27 | \$ 4,449.50 | \$12.27 |
| 5/17/10 | 3/1/10 - 3/31,2010 | \$ 24,367.50 | \$11.00 | \$ 24,367.50 | \$11.00 |
| 7/1/10 | 4/1/10 - 4/30/10 | \$ 10,250.00 | \$ 82.97 | Pending | Pending |
| 7/1/10 | 5/1/10 - 5/31/10 | \$ 3,476.00 | \$ 23.86 | Pending | Pending |
| 8/16/10 | 6/1/10 - 6/30/10 | \$ 24,234.00 | \$ 19.20 | Pending | Pending |
| 8/30/10 | 7/1/10 - 7/31/10 | \$ 20,113.50 | \$ 18.28 | Pending | Pending |
| 10/25/10 | 8/1/10 - 8/31/10 | \$2,986.00 | \$ 235.07 | Pending | Pending |
| 11/9/10 | 9/1/10 - 9/30/10 | \$25,288.00 | \$ 251.36 | Pending | Pending |

B&D PROFESSIONALS⁶

| Name of Professional Individual | Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise | Hourly Billing Rate (including changes) | Total Hours Billed | Total Compensation |
|---------------------------------|--|---|--------------------|--------------------|
| Karl S. Bourdeau | Principal; Joined Firm 1980; Member of DC Bar since 1978 | \$650.00 | 2.10 | \$1,365.00 |
| Pamela D. Marks | Principal; Joined Firm 1997; Member of MD Bar since 1986 | \$440.00 | 16.30 | \$7,172.00 |
| Lindsey Kiddoo | Joined firm 2010; MD Bar Membership pending | \$225.00 | 15.60 | \$3,510.00 |
| Tracy Horch | Paralegal | \$195.00 | 5.50 | \$1,072.50 |

Total Fees: \$13,119.50
Total Hours: 39.50
Blended Rate: \$332.00

TASK CODE SUMMARY

| Project Category | Total Hours | Total Fees Requested |
|--------------------------------------|-------------|----------------------|
| Litigation and Litigation Consulting | 39.50 | \$13,119.50 |

EXPENSE SUMMARY⁷

| Expense Category | Service Provider (if applicable) ⁸ | Total Expense |
|-------------------------|---|---------------|
| Duplicating | | \$280.20 |
| Postage | | \$9.14 |
| Long Distance Telephone | | \$11.90 |
| Express Delivery | | \$33.70 |
| Travel Expenses | Mileage for travel to client meetings. | \$18.00 |

WHEREFORE, Beveridge & Diamond, P.C. respectfully requests that, for the period October 1, 2010 through October 31, 2010, an interim allowance be made to Beveridge &

⁶ These amounts are the sum total from all of the invoices attached hereto.

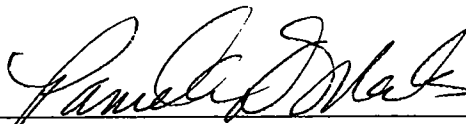
⁷ These amounts are the sum total of the disbursements as shown on all of the invoices attached hereto.

⁸ B&D may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

Diamond, P.C. for compensation in the amount of \$13,119.50 and actual and necessary expenses in the amount of \$352.94 for a total allowance of \$13,472.44 and payment of \$10,495.60 (80% of the allowed fees) and reimbursement of \$352.94 (100% of the allowed expenses) be authorized for a total payment of \$10,848.54 and for such other and further relief as this Court may deem just and proper.

Dated: December 17, 2010

BEVERIDGE & DIAMOND, P.C.



Pamela D. Marks
201 N. Charles Street, Suite 2210
Baltimore, MD 21201
Telephone: 410-230-1315
Facsimile: 410-230-1389
Counsel for Debtors and Debtors in Possession

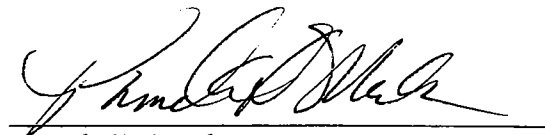
VERIFICATION

Pamela D. Marks, after being duly sworn according to law, deposes and says:

a) I am an attorney with the applicant law firm Beveridge & Diamond, P.C..

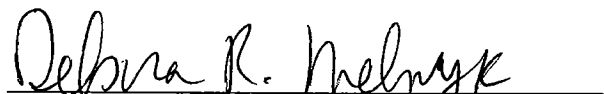
b) I am familiar with the legal services rendered by Beveridge & Diamond, P.C. as counsel to the Debtor and am thoroughly familiar with the other work performed on behalf of the Debtor by the lawyers and paraprofessionals of Beveridge & Diamond, P.C.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware, and submit that the Application substantially complies with such rules.


Pamela D. Marks

SWORN AND SUBSCRIBED

before me this 17 day of December, 2010.


Notary Public: Debora R. Melnyk
My Commission Expires: May 27, 2013

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|---------------------------------------|---|-------------------------|
| In re: |) | Chapter 11 |
| |) | |
| W.R. GRACE & CO., et al. ¹ |) | Case No. 01-01139 (JFK) |
| |) | Jointly Administered |
| Debtors. |) | |
| |) | Objection Date: |

FEE DETAIL FOR BEVERIDGE & DIAMOND, P.C.'S
MONTHLY FEE APPLICATION FOR THE PERIOD
OCTOBER 1, 2010 THROUGH OCTOBER 31, 2010

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

(Curtis Bay RCRA 2)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-1300

W. R. Grace & Co. - Conn
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

November 30, 2010
Client/Matter # 01246-013923
Invoice # 138814
Federal ID# 52-1247549

For Legal Services Rendered Through 10/31/10 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

Curtis Bay RCRA 2
100104

| | | | | |
|----------|-----------|------|------|---|
| 10/01/10 | P. Marks | C300 | 0.60 | Review confidentiality information from B. Errera and conference with L. Kiddoo re same; emails to B. Maggio and L. Duff. |
| 10/04/10 | P. Marks | C300 | 0.30 | Followup re confidential business information. |
| 10/06/10 | P. Marks | C300 | 0.20 | Review progress on CBI issues. |
| 10/07/10 | P. Marks | C300 | 0.30 | Prepare for client meeting re documents. |
| 10/08/10 | P. Marks | C300 | 6.50 | Prepare for and conduct conference with L. Duff, L. Kiddoo and J. Hain (via telephone) re detailed redaction of documents for confidential business information. |
| 10/08/10 | L. Kiddoo | C300 | 5.00 | Prepare for conference with P. Marks and L. Duff re CBI claim; conference with P. Marks and L. Duff re CBI claim; review letter to EPA, all Grace submittals and original EPA inspection reports. |
| 10/11/10 | L. Kiddoo | C300 | 0.80 | Review notes from October 8 conference with L. Duff and P. Marks; compile EPA requests and EPA inspection report; conference with T. Horch re pdf versions of documents. |

BEVERIDGE & DIAMOND, P.C.

INVOICE # 138814

November 30, 2010

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| | | | | |
|----------|-----------|------|------|--|
| 10/11/10 | T. Horch | C300 | 3.00 | Scan and organize notebook documents per L. Kiddoo re: EPA requests and attachments. |
| 10/12/10 | L. Kiddoo | C300 | 3.80 | Redact documents for EPA substantiation per October 8 conference with P. Marks and L. Duff; compile questions for P. Marks; compile documents for staff to create binders. |
| 10/12/10 | T. Horch | C300 | 2.50 | Scan and organize notebook documents per L. Kiddoo. |
| 10/13/10 | P. Marks | C300 | 1.00 | Prepare CBI information; conference with L. Kiddoo re same. |
| 10/13/10 | L. Kiddoo | C300 | 1.00 | Prepare for conference with P. Marks; conference with P. Marks re questions pertaining to redactions of EPA investigation report and consistency throughout; discuss presentation of final binder(s). |
| 10/14/10 | L. Kiddoo | C300 | 2.60 | Email P. Marks discussion items for J. Howell call; conference with P. Marks re J. Howell telephone conference; prepare binder/documents/table of contents for copies; edit new redactions based on 10/13 meeting; email P. Marks' redaction documents for client. |
| 10/15/10 | P. Marks | C300 | 1.10 | Telephone conference with J. Howell (EPA); email to L. Duff re same; conference with L. Kiddoo re same, documents and revisions to EPA letter re privacy issues. |
| 10/15/10 | L. Kiddoo | C300 | 1.90 | Edit letter from P. Marks to EPA re privacy of employee information and other October 14 conference comments; review binders; conference with P. Marks; email letter to L. Duff letter and information re overnight delivery of documents. |
| 10/18/10 | P. Marks | C300 | 1.00 | Prepare CBI response; coordinate with L. Duff re same. |
| 10/19/10 | P. Marks | C300 | 1.10 | Prepare for and telephone conference with client team re testing and MDE's recent inquiry to both BFI and Baltimore City. |
| 10/21/10 | P. Marks | C300 | 0.40 | Complete and send response to EPA re CBI. |
| 10/21/10 | L. Kiddoo | C300 | 0.50 | Complete final letter edits and compile materials to send overnight to EPA re CBI substantiation. |

BEVERIDGE & DIAMOND, P.C.

INVOICE # 138814

November 30, 2010

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| | | | | |
|----------|----------|------|------|---|
| 10/22/10 | P. Marks | C300 | 0.10 | Prepare email to EPA. |
| 10/25/10 | P. Marks | C300 | 0.20 | Review new MDE letter; emails re same. |
| 10/26/10 | P. Marks | C300 | 0.20 | Followup email exchange with EPA (J. Howell). |

Total Hours : 34.10

Total Fees : \$10,302.50

BEVERIDGE & DIAMOND, P.C.

INVOICE # 138814

November 30, 2010

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Time Summary :

| | Title | Hours Worked | Billed Per Hour | Bill Amount |
|-----------|-----------|-----------------|--------------------|----------------|
| P. Marks | Principal | 13.00 | \$440.00 | \$5,720.00 |
| L. Kiddoo | Associate | 15.60 | \$225.00 | \$3,510.00 |
| T. Horch | Paralegal | 5.50 | \$195.00 | \$1,072.50 |

Total Fees: \$10,302.50

Summary by Task Codes :

| CODE | Hours | Bill Amount |
|-------|-------|----------------|
| C300 | 34.10 | \$10,302.50 |
| Total | 34.10 | \$10,302.50 |

Total Fees : 34.10 \$10,302.50

Summary by Disbursement Codes :

| | Bill Amount |
|-----------------------|----------------|
| 002 Postage | \$0.44 |
| 005 Messenger Service | \$0.00 |
| 007 Express Delivery | \$33.70 |
| 011 Travel Expenses | \$18.00 |
| E101 Copying | \$188.25 |

Total Disbursements : \$240.39

TOTAL DUE : \$10,542.89

EXHIBIT B

(Investigation of VC Processing Facilities)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON D.C. 20005-3311
(202) 789-6000

W. R. Grace & Co.
Attn: Richard Finke
7500 Grace Drive
Columbia, MD 21044

November 30, 2010
Client/Matter # 01246-014352
Invoice # 138815
Federal ID# 52-1247549

For Legal Services Rendered Through 10/31/10 in Connection With:

Investigation of VC Processing Facilities
100045

| | | | | |
|----------|-------------|------|------|---|
| 10/04/10 | P. Marks | C300 | 0.50 | Review and evaluate Omaha purchase and sale agreement. |
| 10/05/10 | K. Bourdeau | C300 | 0.20 | E-mail communications re follow-up action items re Omaha facility. |
| 10/06/10 | K. Bourdeau | C300 | 0.70 | Conference with P. Marks re reaction to purchase and sale agreement with the Gutter Company and path forward re same; communications with client re same, response to EPA information requests. |
| 10/06/10 | P. Marks | C300 | 1.20 | Client emails re purchase and sale agreement; telephone conference with K. Bourdeau re evaluation of Omaha purchase and sale agreement and prepare for discussion with client. |
| 10/07/10 | P. Marks | C300 | 1.00 | Prepare for and conduct call with client team re Omaha; post call evaluation associated with bankruptcy resolution. |
| 10/19/10 | K. Bourdeau | C300 | 1.20 | Review R. Finke and related e-mails re EPA path forward on Omaha site with removal action; review P. Marks response re same; prepare detailed response to R. Finke re relevant considerations. |
| 10/19/10 | P. Marks | C300 | 0.60 | Review client email; provide information re same and coordinate with K. Bourdeau re additional input. |

BEVERIDGE & DIAMOND, P.C.

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Total Hours : 5.40

Total Fees : \$2,817.00

BEVERIDGE & DIAMOND, P.C.

INVOICE # 138815

November 30, 2010

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Time Summary :

| | Hours Worked | Billed Per Hour | Bill Amount |
|---------------------|-----------------|--------------------|-------------------|
| K. Bourdeau | 2.10 | \$650.00 | \$1,365.00 |
| P. Marks | 3.30 | \$440.00 | \$1,452.00 |
| Total Fees : | | | \$2,817.00 |

Summary by Task Codes :

| CODE | Hours | Bill Amount |
|---------------------|-------|------------------------|
| C300 | 5.40 | \$2,817.00 |
| Total | 5.40 | \$2,817.00 |
| Total Fees : | | 5.40 \$2,817.00 |

Summary by Disbursement Codes :

| | Bill Amount |
|------------------------------|----------------|
| E105 Telephone | \$11.90 |
| Total Disbursements : | \$11.90 |

TOTAL DUE : \$2,828.90

EXHIBIT C

(Bankruptcy Fee Application)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-1300

W. R. Grace & Co. - Conn
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

November 30, 2010
Client/Matter # 01246-012629
Invoice # 138813
Federal ID# 52-1247549

For Legal Services Rendered Through 10/31/10 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

Bankruptcy Fee Application
100035

Disbursements:

| | |
|---------|-------|
| Copying | 91.95 |
| Postage | 8.70 |

Total Disbursements : \$100.65

TOTAL DUE : \$100.65